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*Attorneys for Jason Incorporated d/b/a Janesville Acoustics*

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

_____	)	
In re:	)	Chapter 11
	)	
GENERAL MOTORS CORP., <i>et al.</i> ,	)	Case No. 09-50026 (REG)
	)	(Jointly Administered)
Debtors.	)	
_____	)	

**LIMITED OBJECTION OF  
JASON INCORPORATED D/B/A JANESVILLE ACOUSTICS  
TO THE DEBTOR'S PROPOSED CURE AMOUNT**

Jason Incorporated d/b/a Janesville Acoustics ("Jason"), by its attorneys, hereby submits this limited objection (the "Objection") to the proposed cure amount of GM Corporation (the "Debtor") required to be paid to Jason in connection with the assumption and assignment of certain executory contracts between Jason and the Debtor.

In support of this Objection, Jason states as follows:

### BACKGROUND

1. On June 1, 2009 (the "Commencement Date"), the Debtor and three affiliate debtors commenced these voluntary cases under chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the "Court").

2. The Debtor and its debtor affiliates remain in possession of their property and continue to manage their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

3. Prior to the Commencement Date, Jason and the Debtor were parties to contracts pursuant to which Jason sold certain automotive parts to the Debtor (the "Agreements").

4. On June 2, 2009, this Court entered an order (the "Sale Procedures Order") approving the procedures regarding the Debtor's assumption and assignment of executory contracts.

5. Pursuant to the Sale Procedures Order, on or about June 8, 2009, the Debtor delivered a notice (the "Assignment Notice") to Jason, indicating that the Debtor may assume and assign certain of the Debtor's Agreements with Jason (the "Assumed Contracts").

6. The Assignment Notice directed Jason to a website (the "Contract Website") containing a description of the Assumed Contracts and associated cure amounts representing prepetition defaults under the Assumed Contracts. On the Contract Website, the Debtor identifies \$255,759.65 as the amount which it alleges to be owing to Jason for prepetition defaults under the Assumed Contracts (the "Debtor Cure Amount").

7. The Debtor Cure Amount is significantly less than what is actually owed under the Assumed Contracts for prepetition shipments. Jason contests the Debtor Cure Amount and reserves its rights to all amounts owing as of the date of assumption and assignment. Jason asserts that the Debtor's outstanding obligations for prepetition obligations under the Agreements was \$1,051,036.15 as of the Commencement Date (the "Supplier Cure Amount"). A summary of the Supplier Cure Amount is attached hereto as Exhibit A.

8. Jason believes that the Debtor intends to make payments to Jason in the ordinary course of business. However, Jason files this limited objection to the Debtor Cure Amount to reserve its rights to payment for *all* outstanding prepetition and postpetition obligations upon the Debtor's assumption of the Assumed Contracts.

9. Pursuant to the Sale Procedures Order, Jason files this Objection to reserve its rights to the Supplier Cure Amount and any additional postpetition obligations outstanding as of the date of assumption and assignment of the Assumed Contracts.

10. Jason further reserves its rights to supplement this Objection.

WHEREFORE, Jason seeks an order sustaining its Objection and finding that the Supplier Cure Amount and any subsequent postpetition amounts due and owing to Jason is required to be paid to Jason upon assumption and assignment of any Assumed Contracts and reserving its rights in connection with the Sale Procedures Order.

Dated: June 15, 2009  
New York, New York

KELLEY DRYE & WARREN LLP

By: /s/ Jennifer A. Christian  
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Jennifer A. Christian (JC 7305)  
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*Attorneys for Jason Incorporated d/b/a  
Janesville Acoustics*

EXHIBIT A

INVOICE #	PACKING SLIP #	INVOICE DATE	INVOICE TOTAL	BALANCE DUE	CURRENT	0-30	31-60	61-90	91-120	OVER 120
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**GM SERVICE**

603079	SLS	10/14/2008	\$1,000.00	\$1,000.00						\$1,000.00
607139	SLS	5/22/2009	\$61.64	\$61.64	\$61.64					
607140	SLS	5/22/2009	\$61.64	\$61.64	\$61.64					
607141	SLS	5/22/2009	\$61.64	\$61.64	\$61.64					

<b>GM - SERVICE TOTAL</b>				<b>\$1,184.92</b>	<b>\$184.92</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$1,000.00</b>
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**GM - WARREN**

606732	SLS	5/1/2009	\$2,201.64	\$2,201.64	\$2,201.64					
606760	SLS	5/4/2009	\$1,572.60	\$1,572.60	\$1,572.60					
606808	SLS	5/5/2009	\$1,258.08	\$1,258.08	\$1,258.08					
606824	SLS	5/6/2009	\$377.42	\$377.42	\$377.42					
606843	SLS	5/7/2009	\$62.90	\$62.90	\$62.90					
606846	SLS	5/8/2009	\$408.87	\$408.87	\$408.87					
606918	SLS	5/11/2009	\$440.32	\$440.32	\$440.32					
606964	SLS	5/12/2009	\$408.87	\$408.87	\$408.87					
606978	SLS	5/13/2009	\$440.32	\$440.32	\$440.32					
606999	SLS	5/14/2009	\$440.32	\$440.32	\$440.32					
607017	SLS	5/15/2009	\$377.42	\$377.42	\$377.42					
607049	SLS	5/15/2009	\$201.60	\$201.60	\$201.60					
607035	SLS	5/18/2009	\$440.32	\$440.32	\$440.32					
607095	SLS	5/19/2009	\$377.42	\$377.42	\$377.42					
607111	SLS	5/20/2009	\$503.24	\$503.24	\$503.24					
607130	SLS	5/21/2009	\$408.87	\$408.87	\$408.87					
607188	SLS	5/26/2009	\$408.87	\$408.87	\$408.87					
607214	SLS	5/27/2009	\$62.90	\$62.90	\$62.90					

<b>GM - WARREN LOCATION TOTAL</b>				<b>\$10,391.98</b>	<b>\$10,391.98</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
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**GM WENTZVILLE**

606736	SLS	5/1/2009	\$14,582.82	\$14,582.82	\$14,582.82					
606762	SLS	5/1/2009	\$12,287.51	\$12,287.51	\$12,287.51					
606781	SLS	5/1/2009	\$18,563.48	\$18,563.48	\$18,563.48					
801872	SLS	5/1/2009	\$1,032.19	\$1,032.19	\$1,032.19					
606782	SLS	5/4/2009	\$15,611.16	\$15,611.16	\$15,611.16					
606794	SLS	5/4/2009	\$10,005.98	\$10,005.98	\$10,005.98					
606806	SLS	5/4/2009	\$16,104.23	\$16,104.23	\$16,104.23					
801874	SLS	5/4/2009	\$2,016.00	\$2,016.00	\$2,016.00					
606807	SLS	5/5/2009	\$7,970.98	\$7,970.98	\$7,970.98					
606820	SLS	5/5/2009	\$11,035.12	\$11,035.12	\$11,035.12					
606830	SLS	5/5/2009	\$16,664.13	\$16,664.13	\$16,664.13					
801917	SLS	5/5/2009	\$1,886.98	\$1,886.98	\$1,886.98					
606831	SLS	5/6/2009	\$8,857.21	\$8,857.21	\$8,857.21					
606850	SLS	5/6/2009	\$13,308.43	\$13,308.43	\$13,308.43					

INVOICE #	PACKING SLIP #	INVOICE DATE	INVOICE TOTAL	BALANCE DUE	CURRENT
606857	SLS	5/6/2009	\$17,099.80	\$17,099.80	\$17,099.80
801924	SLS	5/6/2009	\$2,386.94	\$2,386.94	\$2,386.94
606858	SLS	5/7/2009	\$16,721.47	\$16,721.47	\$16,721.47
606901	SLS	5/7/2009	\$8,448.61	\$8,448.61	\$8,448.61
606913	SLS	5/7/2009	\$15,715.59	\$15,715.59	\$15,715.59
801940	SLS	5/7/2009	\$1,564.42	\$1,564.42	\$1,564.42
606914	SLS	5/8/2009	\$9,411.01	\$9,411.01	\$9,411.01
606923	SLS	5/8/2009	\$11,888.57	\$11,888.57	\$11,888.57
606924	SLS	5/8/2009	\$2,733.00	\$2,733.00	\$2,733.00
606945	SLS	5/8/2009	\$16,344.28	\$16,344.28	\$16,344.28
606946	SLS	5/8/2009	\$14,578.32	\$14,578.32	\$14,578.32
606947	SLS	5/11/2009	\$7,063.20	\$7,063.20	\$7,063.20
606954	SLS	5/11/2009	\$7,415.26	\$7,415.26	\$7,415.26
606969	SLS	5/11/2009	\$13,673.40	\$13,673.40	\$13,673.40
801966	SLS	5/11/2009	\$1,032.19	\$1,032.19	\$1,032.19
801970	SLS	5/11/2009	\$1,112.83	\$1,112.83	\$1,112.83
606965	SLS	5/12/2009	\$9,056.55	\$9,056.55	\$9,056.55
606972	SLS	5/12/2009	\$16,540.70	\$16,540.70	\$16,540.70
606982	SLS	5/12/2009	\$18,167.23	\$18,167.23	\$18,167.23
801985	SLS	5/12/2009	\$1,032.19	\$1,032.19	\$1,032.19
606984	SLS	5/13/2009	\$4,860.53	\$4,860.53	\$4,860.53
606985	SLS	5/13/2009	\$5,153.41	\$5,153.41	\$5,153.41
606991	SLS	5/13/2009	\$14,904.20	\$14,904.20	\$14,904.20
607003	SLS	5/13/2009	\$4,502.25	\$4,502.25	\$4,502.25
607004	SLS	5/13/2009	\$18,101.25	\$18,101.25	\$18,101.25
607005	SLS	5/13/2009	\$14,317.99	\$14,317.99	\$14,317.99
802008	SLS	5/13/2009	\$1,032.19	\$1,032.19	\$1,032.19
607006	SLS	5/14/2009	\$12,115.32	\$12,115.32	\$12,115.32
607012	SLS	5/14/2009	\$12,493.93	\$12,493.93	\$12,493.93
607021	SLS	5/14/2009	\$17,893.72	\$17,893.72	\$17,893.72
802022	SLS	5/14/2009	\$1,032.19	\$1,032.19	\$1,032.19
607022	SLS	5/15/2009	\$15,412.53	\$15,412.53	\$15,412.53
607033	SLS	5/15/2009	\$18,709.80	\$18,709.80	\$18,709.80
607051	SLS	5/15/2009	\$17,112.50	\$17,112.50	\$17,112.50
607055	SLS	5/15/2009	\$11,863.95	\$11,863.95	\$11,863.95
802040	SLS	5/15/2009	\$1,032.19	\$1,032.19	\$1,032.19
607058	SLS	5/18/2009	\$1,366.50	\$1,366.50	\$1,366.50
607093	SLS	5/18/2009	\$9,767.34	\$9,767.34	\$9,767.34
607103	SLS	5/18/2009	\$18,813.31	\$18,813.31	\$18,813.31
802050	SLS	5/18/2009	\$1,032.19	\$1,032.19	\$1,032.19
607104	SLS	5/19/2009	\$14,292.18	\$14,292.18	\$14,292.18
607109	SLS	5/19/2009	\$14,389.39	\$14,389.39	\$14,389.39
607119	SLS	5/19/2009	\$18,077.85	\$18,077.85	\$18,077.85
607120	SLS	5/19/2009	\$9,876.64	\$9,876.64	\$9,876.64
802062	SLS	5/19/2009	\$1,112.83	\$1,112.83	\$1,112.83
607121	SLS	5/20/2009	\$1,366.50	\$1,366.50	\$1,366.50
607126	SLS	5/20/2009	\$13,900.90	\$13,900.90	\$13,900.90
607142	SLS	5/20/2009	\$18,097.04	\$18,097.04	\$18,097.04
802087	SLS	5/20/2009	\$1,032.19	\$1,032.19	\$1,032.19
607143	SLS	5/21/2009	\$9,074.18	\$9,074.18	\$9,074.18
607180	SLS	5/21/2009	\$12,875.18	\$12,875.18	\$12,875.18
607184	SLS	5/21/2009	\$19,452.07	\$19,452.07	\$19,452.07
802096	SLS	5/21/2009	\$1,032.19	\$1,032.19	\$1,032.19

INVOICE #	PACKING SLIP #	INVOICE DATE	INVOICE TOTAL	BALANCE DUE	CURRENT	01-60	61-90	91-120	OVER 120
607197	SLS	5/22/2009	\$17,393.05	\$17,393.05	\$17,393.05				
607198	SLS	5/26/2009	\$16,525.11	\$16,525.11	\$16,525.11				
607215	SLS	5/26/2009	\$16,825.61	\$16,825.61	\$16,825.61				
607222	SLS	5/26/2009	\$19,130.46	\$19,130.46	\$19,130.46				
802112	SLS	5/26/2009	\$1,032.19	\$1,032.19	\$1,032.19				
607223	SLS	5/27/2009	\$16,520.30	\$16,520.30	\$16,520.30				
607227	SLS	5/27/2009	\$16,934.70	\$16,934.70	\$16,934.70				
607236	SLS	5/27/2009	\$17,075.07	\$17,075.07	\$17,075.07				
802124	SLS	5/27/2009	\$1,112.83	\$1,112.83	\$1,112.83				
607237	SLS	5/28/2009	\$17,641.42	\$17,641.42	\$17,641.42				
607245	SLS	5/28/2009	\$17,359.04	\$17,359.04	\$17,359.04				
607249	SLS	5/28/2009	\$16,779.72	\$16,779.72	\$16,779.72				
802145	SLS	5/28/2009	\$1,112.83	\$1,112.83	\$1,112.83				
607250	SLS	5/29/2009	\$18,561.60	\$18,561.60	\$18,561.60				
607278	SLS	5/29/2009	\$16,142.91	\$16,142.91	\$16,142.91				
607283	SLS	5/29/2009	\$17,035.47	\$17,035.47	\$17,035.47				
607284	SLS	5/29/2009	\$9,667.96	\$9,667.96	\$9,667.96				
802154	SLS	5/29/2009	\$387.07	\$387.07	\$387.07				
<b>GM - WENTZVILLE TOTAL</b>				<b>\$915,245.55</b>	<b>\$915,245.55</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b><u>GM - FLINT</u></b>									
601819	SLS	8/7/2008	\$3,800.00	\$3,800.00					\$3,800.00
606635	SLS	5/1/2009	\$8,886.56	\$8,886.56	\$8,886.56				
606639	SLS	5/1/2009	\$8,271.50	\$8,271.50	\$8,271.50				
606674	SLS	5/1/2009	\$1,307.23	\$1,307.23	\$1,307.23				
606733	SLS	5/1/2009	\$310.07	\$310.07	\$310.07				
606761	SLS	5/4/2009	\$478.36	\$478.36	\$478.36				
606763	SLS	5/4/2009	\$8,973.98	\$8,973.98	\$8,973.98				
606764	SLS	5/4/2009	\$6,836.01	\$6,836.01	\$6,836.01				
606801	SLS	5/5/2009	\$9,038.92	\$9,038.92	\$9,038.92				
606802	SLS	5/5/2009	\$8,251.00	\$8,251.00	\$8,251.00				
606803	SLS	5/5/2009	\$8,251.00	\$8,251.00	\$8,251.00				
606809	SLS	5/5/2009	\$572.11	\$572.11	\$572.11				
606825	SLS	5/6/2009	\$562.50	\$562.50	\$562.50				
606828	SLS	5/6/2009	\$8,886.56	\$8,886.56	\$8,886.56				
606829	SLS	5/6/2009	\$8,271.50	\$8,271.50	\$8,271.50				
606839	SLS	5/7/2009	\$8,973.99	\$8,973.99	\$8,973.99				
606840	SLS	5/7/2009	\$8,210.00	\$8,210.00	\$8,210.00				
606844	SLS	5/7/2009	\$384.61	\$384.61	\$384.61				
606841	SLS	5/8/2009	\$8,930.28	\$8,930.28	\$8,930.28				
606842	SLS	5/8/2009	\$8,251.00	\$8,251.00	\$8,251.00				
606845	SLS	5/8/2009	\$394.22	\$394.22	\$394.22				
606903	SLS	5/8/2009	\$42.80	\$42.80	\$42.80				
606904	SLS	5/8/2009	\$199.92	\$199.92	\$199.92				
606906	SLS	5/8/2009	\$198.43	\$198.43	\$198.43				
606919	SLS	5/11/2009	\$1,040.86	\$1,040.86	\$1,040.86				
606963	SLS	5/12/2009	\$290.86	\$290.86	\$290.86				
606977	SLS	5/13/2009	\$384.61	\$384.61	\$384.61				
607000	SLS	5/14/2009	\$384.61	\$384.61	\$384.61				
607002	SLS	5/15/2009	\$53.51	\$53.51	\$53.51				



INVOICE #	PACKING SLIP #	INVOICE DATE	INVOICE TOTAL	BALANCE DUE	CURRENT	0-30	31-60	61-90	91-120	OVER 120
607016	SLS	5/15/2009	\$290.86	\$290.86	\$290.86					
607034	SLS	5/18/2009	\$290.86	\$290.86	\$290.86					
607096	SLS	5/19/2009	\$384.61	\$384.61	\$384.61					
607110	SLS	5/20/2009	\$281.25	\$281.25	\$281.25					
607129	SLS	5/21/2009	\$384.61	\$384.61	\$384.61					
607105	SLS	5/22/2009	\$520.85	\$520.85	\$520.85					
607187	SLS	5/26/2009	\$290.86	\$290.86	\$290.86					
607195	SLS	5/29/2009	\$1,332.80	\$1,332.80	\$1,332.80					
<b>GM - FLINT TOTAL</b>				<b>\$124,213.70</b>	<b>\$120,413.70</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$3,800.00</b>
<b>TOTAL - ALL LOCATIONS</b>				<b>\$1,051,036.15</b>	<b>\$1,046,236.15</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$4,800.00</b>

**CERTIFICATE OF SERVICE**

I, Jennifer A. Christian hereby certify that on June 15, 2009, a true and correct copy of the Objection of Jason Incorporated d/b/a Janesville Acoustics to the Debtor's Proposed Cure Amount was filed via this Court's CM/ECF system and served on June 15, 2009 on those parties listed on the annexed schedule via overnight mail.

/s/ Jennifer A. Christian  
Jennifer A. Christian

General Motors Corporation Cadillac Building 30009 Van Dyke Avenue Warren, Michigan 48090-9025 Attn: Warren Command Center Mailcode 480-206-114	Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, New York 10153 Attn: Harvey R. Miller, Esq. Stephen Karotkin, Esq. Joseph H. Smolinsky, Esq.
U.S. Treasury 1500 Pennsylvania Avenue NW Room 2312 Washington, D.C. 20220 Attn: Matthew Feldman, Esq.	Cadwalader, Wickersham & Taft LLP One World Financial Center New York, New York 10281 Attn: John J. Rapisardi, Esq.
Vedder Price, P.C. 1633 Broadway, 47 <sup>th</sup> Floor New York, New York 10019 Attn: Michael J. Edelman, Esq. Michael L. Schein, Esq. BY HAND	Office of United States Trustee for the Southern District of New York 33 Whitehall Street 21 <sup>st</sup> Floor New York, New York 10004 Attn: Diana G. Adams, Esq.
Kramer Levin Naftalis & Frankel LLP 1177 Avenue of the Americas New York, New York 10036 Attn: Gordon Z. Novod, Esq.	